1394008

FORM D

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# FORM D NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

| Pretix Serial  DATE RECEIVED | 07047952 |  |   |        |  |  |  |  |
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|---|---|----------------------------|---------------------------|-----------------|
| <b>~</b>  | mendment and name has changed, and indi   | <b>*</b> '                 | RECEIVE                   | ED CO           |
| Filing Under (Check box(es) that apply):  |   | Rule 506                   | Section 4(6)              | ULOE V          |
|   | <b>_</b> _                                | ⊠ Kule 300                 | MAR 1 9                   |                 |
| Type of Filing: New Filing  | Amendment                                 |                            | MAIN 2 3                  | 2001            |
|   | A. BASIC IDENTI                           | FICATION DATA              | 12                        | /_/             |
| 1. Enter the information requested about t  | he issuer.                                |                            | Park                      |                 |
| Name of Issuer ( check if this is an ame  | ndment and name has changed, and indicate | te change.)                | 64 180                    | 13/             |
| CBRITE Inc.   |   |                            |                           |                 |
| Address of Executive Offices  | (Number and Stree                         | et, City, State, Zip Code) | Telephone Number (Include | ling Area Code  |
| 421 Pine Avenue, Goleta, CA 93117   |   |                            | 805.722.1122              |                 |
| Address of Principal Business Operations (if different from Executive Offices)        | (Number and Stree                         | et, City, State, Zip Code) | Telephone Number (Includ  | ling Area Code) |
| Brief Description of Business  Research and development of diode                      | switches for display applications         |                            | , (V                      | PROCESSED       |
| Type of Business Organization   |   |                            | N                         | MAR 2 2 2007    |
|   | ☐ limited partnership, already formed     | □ other (                  | (please specify):         | MAR 2 2 2007    |
| ☐ business trust  | ☐ limited partnership, to be formed       |                            | 1 37 1                    | THOMSON         |
| Actual or Estimated Date of Incorporation Jurisdiction of Incorporation or Organizati | <del>-</del> ——                           | Service Abbreviation for S | Actual Estimate           | FINANCIAL       |

## GENERAL INSTRUCTIONS

### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File. U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (6-02)

### A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer; Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. □ Executive Officer Promoter Beneficial Owner □ Director ☐ General and/or Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Grossman, Walter Business or Residence Address (Number and Street, City, State, Zip Code) 277 North Ave., Westport, CT 06880 □ Beneficial Owner ☐ Executive Officer □ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Heeger, Alan Business or Residence Address (Number and Street, City, State, Zip Code) c/o CBRITE Inc., 421 Pine Avenue, Goleta, CA 93117 Check Box(es) that Apply: Promoter □ Beneficial Owner □ Director General and/or Managing Partner Full Name (Last name first, if individual) Nilsson. Boo Business or Residence Address (Number and Street, City, State, Zip Code) c/o CBRITE Inc., 421 Pine Avenue, Goleta, CA 93117 ⊠ Beneficial Owner □ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Yu, Gang Business or Residence Address (Number and Street, City, State, Zip Code) c/o CBRITE Inc., 421 Pine Avenue, Goleta, CA 93117 Check Box(es) that Apply: ⊠ Beneficial Owner ☐ Executive Officer Director ☐ General and/or ☐ Promoter Managing Partner Full Name (Last name first, if individual) Harmir Realty Co. LP Business or Residence Address (Number and Street, City, State, Zip Code) c/o Steinberg Asset Management, Attn: Ken Krumland, 12 East 49th Street, Ste 1202, New York, NY 10017 Check Box(es) that Apply: Promoter ■ Beneficial Owner □ Executive Officer □ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Tano China Private Equity Fund I Business or Residence Address (Number and Street, City, State, Zip Code) 10F, No 87, Section 4, Chung Hsiao East Road, Taipei, Taiwan, ROC Check Box(es) that Apply: ☐ Beneficial Owner ☐ Executive Officer □ Director General and/or Promoter Managing Partner

Full Name (Last name first, if individual)

1110 Waverley Street, Palo Alto, CA 94301

Business or Residence Address (Number and Street, City, State, Zip Code)

Brown, John Seeley

### A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer; Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Check Box(es) that Apply: □ Promoter Beneficial Owner □ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Lee, H.C. Business or Residence Address (Number and Street, City, State, Zip Code) c/o CBRITE Inc., 421 Pine Avenue, Goleta, CA 93117 Executive Officer □ Director ☐ General and/or Beneficial Owner Check Box(es) that Apply: ☐ Promoter Managing Partner Full Name (Last name first, if individual) Rupp, Helmut Business or Residence Address (Number and Street, City, State, Zip Code) c/o CBRITE Inc., 421 Pine Avenue, Goleta, CA 93117 ☐ Director Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Beneficial Owner Executive Officer ☐ Director ☐ General and/or Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ■ Executive Officer □ Director ☐ General and/or Check Box(es) that Apply: Promoter ■ Beneficial Owner Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) □ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director General and/or Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:

Full Name (Last name first, if individual)

☐ Promoter

Business or Residence Address (Number and Street, City, State, Zip Code)

☐ Beneficial Owner

☐ Executive Officer

□ Director

General and/or Managing Partner

| Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  Answer also in Appendix, Column 2, if filing under ULOE.  What is the minimum investment that will be accepted from any individual?  Does the offering permit joint ownership of a single unit?  Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or again of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of solicit an broker or dealer. You may set forth the information for that broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. You may set forth the information for that broker or dealer only.  Will Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Ifful [IAR] [IAR] [IAR] [IAR] [IAR] [IAR] [IAR] [IAR] [IAR] [IBR] [IB  |                            |   | -   |   | B. II  | NFORMAT                                  | TION ABO                                 | UT OFFE                                     | RING                                    |  |                        |             |             |
|--|----------------------------|---|---|---|--|--|--|---|---|--|------------------------|-------------|-------------|
| Answer also in Appendix, Column 2, if filing under ULOE.  What is the minimum investment that will be accepted from any individual?  Does the offering permit joint ownership of a single unit?  Does the offering permit joint ownership of a single unit?  Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar renumeration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer rigistered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Unl Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Jame of Associated Broker or Dealer  Lattes in Which Person Listed Has Solicited or Intends to Solicit Purchasers  Check "All States" or check individuals States). All States  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IIL] [IN] [IA] [KS] [KY] [LA] [MF] [MD] [MA] [MI] [MN] [MN] [MN] [MN] [MN] [MN] [MN] [MN   |                            |   |   |   |  |  |  |   |   |  |                        | Yes         | No          |
| Does the offering permit joint ownership of a single unit?  Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Will Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  James of Associated Broker or Dealer  Litates in Which Person Listed Has Solicited or Intends to Solicit Purchasers  Check "All States" or check individuals States). All States  Al | . Has the                  | e issuer sold                               | i, or does the                                | e issuer inte                             |  |  |  |   |   |  |                        |             | $\boxtimes$ |
| Does the offering permit joint ownership of a single unit?   | 2. What is                 | s the minim                                 | um investm                                    | ent that wil                              | l be accept                                  | ed from any                              | / individual                             | ?   |   |  |                        | \$          | N/A         |
| Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer associated persons of such a broker or dealer. You may set forth the information for that broker or dealer only.  **University** The property of the persons to be listed are associated persons of such a broker or dealer. You may set forth the information for that broker or dealer only.  **University** The property of the persons to be listed are associated persons of such a broker or dealer. You may set forth the information for that broker or dealer only.  **Intervity** The property of the persons to be listed are associated property of the persons of such as the person of suc |                            |   |   |   | •  | ·  |  |   |   |  |                        | Yes         | No          |
| commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  **Well Mame (Last name first, if individual)**  **Wel | <ol><li>Does th</li></ol>  | ne offering                                 | permit joint                                  | ownership                                 | of a single                                  | unit?                                    |  | •••••                                       | •••••                                   | •••••                                  |                        | $\boxtimes$ |             |
| Susiness or Residence Address (Number and Street, City, State, Zip Code)   | commi<br>offerin<br>with a | ssion or si<br>g. If a pers<br>state or sta | milar remur<br>on to be list<br>tes, list the | neration fo<br>ed is an ass<br>name of th | r solicitation<br>sociated pe<br>e broker or | on of purc<br>rson or ager<br>dealer. If | hasers in on<br>t of a brok<br>more than | connection<br>ter or dealer<br>five (5) per | with sales<br>registered<br>rsons to be | of securities with the SE listed are a | es in the<br>EC and/or |             |             |
| Tates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States).  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  Util Name (Last name first, if individual)  Susiness or Residence Address (Number and Street, City, State, Zip Code)  dame of Associated Broker or Dealer  Liates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  Util Name (Last name first, if individual)  Susiness or Residence Address (Number and Street, City, State, Zip Code)  Lame of Associated Broker or Dealer  Lates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals  Lates and the purchasers (Number and Street, City, State, Zip Code)  Lates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals  Lates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States)  All States [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   | Full Name (                | Last name                                   | first, if indiv                               | ridual)                                   |  |  |  |   |   |  |                        |             |             |
| tates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States).  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  Unl Name (Last name first, if individual)  Dusiness or Residence Address (Number and Street, City, State, Zip Code)  Hates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States) [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  Unl Name (Last name first, if individual)  Dusiness or Residence Address (Number and Street, City, State, Zip Code)  Hame of Associated Broker or Dealer  Hates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individual)  Dusiness or Residence Address (Number and Street, City, State, Zip Code)  Hame of Associated Broker or Dealer  Hates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States) [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   | Business or                | Residence                                   | Address (Nu                                   | ımber and S                               | Street, City                                 | , State, Zip                             | Code)                                    |   |   |  |                        |             |             |
| Check "All States" or check individuals States).   | Name of As                 | sociated Br                                 | oker or Dea                                   | ler                                       |  |  | <del></del>                              | <del></del> -                               |   |  |                        |             |             |
| [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VT] [VA] [WA] [WV] [WI] [WY] [PR] [WY] [PR] [VII] Name (Last name first, if individual)  Justiness or Residence Address (Number and Street, City, State, Zip Code)  James of Associated Broker or Dealer  Jates in Which Person Listed Has Solicited or Intends to Solicit Purchasers (AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR] [UII] Name (Last name first, if individual)  Justiness or Residence Address (Number and Street, City, State, Zip Code)  James of Associated Broker or Dealer  Jates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "AII States" or check individual)  Justiness or Residence Address (Number and Street, City, State, Zip Code)  James of Associated Broker or Dealer  Jates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "AII States" or check individuals States)  AII States  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NS] [NV] [NN] [NV] [NN] [NV] [NN] [NN] [MN] [MN] [MN] [MN] [MN] [MN   |                            |   |   |   |  |  |  |   |   |  |                        |             |             |
| MT   NE   NV   NH   NJ   NM   NY   NC   ND   OH   OK   OR   PA     RI   SC   SD   TN   TX   UT   VT   VA   WA   WA   WV   WI   WY   PR     RI   SC   SD   TN   TX   UT   VT   VA   WA   WA   WV   WI   WY   PR     RI   Name (Last name first, if individual)   Rusiness or Residence Address (Number and Street, City, State, Zip Code)   Rame of Associated Broker or Dealer     Rates in Which Person Listed Has Solicited or Intends to Solicit Purchasers     Check "All States" or check individuals States)   All States     AL   AK   AZ   AR   CA   CO   CT   DE   DC   FL   GA   HI   ID     ILI   IN   IIA   KS   KY   ILA   ME   MD   MA   MI   MN   MS   MO     MT   NE   NV   NH   NJ   NM   NY   NC   ND   OH   OK   OR   PA     RI   SC   SD   TN   TX   UT   VT   VA   WA   WV   WI   WY   PR     Utl Name (Last name first, if individual)   Rusiness or Residence Address (Number and Street, City, State, Zip Code)   Rame of Associated Broker or Dealer     Rates in Which Person Listed Has Solicited or Intends to Solicit Purchasers     Check "All States" or check individuals States)   All States     AL   AK   AZ   AR   CA   CO   CT   DE   DC   FL   GA   HI   ID     ILI   IN   IA   KS   KY   ILA   ME   MD   MA   MI   MN   MS   MO     MT   NE   NV   NH   NJ   NM   NY   NC   ND   OH   OK   OR   PA     RI   IN   IN   NN   NN   NN   NN   NN  | *                          |   |   |   | ,  |  |  | [DE]  | [DC]                                    | [FL]                                   | [GA]                   | [HI]        | [ID]        |
| [RI] [SC] [SD] [TN] [TX] [UT] [VI] [VA] [WA] [WV] [WI] [WY] [PR] [WI] Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Barne of Associated Broker or Dealer  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, | [IL]                       | [IN]  | [IA]  | [KS]                                      | [KY]   | [LA]                                     | [ME]                                     | [MD]  | [MA]                                    | [MI]                                   | [MN]                   | [MS]        | [MO]        |
| Pull Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Busi | [MT]                       | [NE]  | [NV]  | [NH]                                      | [NJ]   | [NM]                                     | [NY]                                     | [NC]  | [ND]                                    | [OH]                                   | [OK]                   | [OR]        | [PA]        |
| Aurier of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  [Susiness or Residence Address (Number and Street, City, State, Zip Code)  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   | [RI]                       | [SC]  | [SD]  | [TN]                                      | [TX]   | [UT]                                     | [VT]                                     | [VA]  | [WA]                                    | [WV]                                   | [WI]                   | [WY]        | [PR]        |
| Attates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IIL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  [VIII Name (Last name first, if individual)  Susiness or Residence Address (Number and Street, City, State, Zip Code)  Attates in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IIL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  | Full Name (                | Last name                                   | first, if indiv                               | ridual)                                   |  |  |  |   |   |  |                        |             |             |
| All States in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  [Iull Name (Last name first, if individual)  [Ausiness or Residence Address (Number and Street, City, State, Zip Code)  [Ausiness or Residence Address (Number and Street, City, State, Zip Code)  [Ausiness in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   | Business or                | Residence                                   | Address (No                                   | imber and S                               | Street, City                                 | , State, Zip                             | Code)                                    |   |   |  |                        |             |             |
| Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  [Ull Name (Last name first, if individual)  [Susiness or Residence Address (Number and Street, City, State, Zip Code)  [States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  | Name of As                 | sociated Br                                 | oker or Dea                                   | ler                                       |  |  |  |   |   |  |                        |             |             |
| [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR] [UII Name (Last name first, if individual)  Susiness or Residence Address (Number and Street, City, State, Zip Code)  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "AII States" or check individuals States) AII States [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   |                            |   |   |   |  |  |  |   |   |  |                        |             |             |
| [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR] [VIII Name (Last name first, if individual)  Susiness or Residence Address (Number and Street, City, State, Zip Code)  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States) All States  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  | -                          |   |   |   | •  |  |  | [DE]  | [DC]                                    | [FL]                                   | [GA]                   | [HI]        | [ID]        |
| [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR] [WI] Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Basiness or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence Address (Number and Street, City, State, Zip Code)  Business or Residence  | •                          |   |   |   |  |  |  |   |   |  |                        |             | [MO]        |
| [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  Full Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Flame of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  Check "All States" or check individuals States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  |                            |   |   |   |  |  | . ,                                      |   |   |  |                        |             | [PA]        |
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| States in Which Person Listed Has Solicited or Intends to Solicit Purchasers Check "All States" or check individuals States) All States [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   | Business or                | Residence                                   | Address (Nu                                   | imber and S                               | Street, City                                 | , State, Zip                             | Code)                                    |   |   |  |                        |             |             |
| Check "All States" or check individuals States)       All States         [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]         [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO         [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   | Name of As                 | sociated Br                                 | oker or Dea                                   | ler                                       |  |  |  |   |   |  |                        |             |             |
| Check "All States" or check individuals States)       All States         [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]         [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO         [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   | States in WI               | hich Person                                 | Listed Has                                    | Solicited of                              | r Intends to                                 | Solicit Pur                              | chasers                                  |   | ·                                       |  |                        |             |             |
| [IL]     [IN]     [IA]     [KS]     [KY]     [LA]     [ME]     [MD]     [MA]     [MI]     [MN]     [MS]     [MO]       [MT]     [NE]     [NV]     [NH]     [NJ]     [NY]     [NC]     [ND]     [OH]     [OK]     [OR]     [PA]   | (Check "All                | States" or                                  | check indivi                                  | duals State                               | s)   | All Stat                                 | tes                                      | (n=:  | (5.0)                                   | (7)                                    | 10.13                  | F* ***      | (275.3      |
| [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]   |                            |   |   |   |  |  |  |   |   |  |                        |             |             |
|  |                            |   |   |   |  |  |  |   |   |  |                        |             | [MO]        |
| [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]   | [MT]                       | [NE]  | [NV]  | [NH]                                      | [N1]   | [NM]                                     | [NY]                                     | [NC]  | [ND]                                    | [HO]                                   | [OK]                   | [OR]        | [PA]        |
|  | [R1]                       | [SC]  | [SD]  | [TN]                                      | [XT]   | [UT]                                     | [VT]                                     | [VA]  | [WA]                                    | [WV]                                   | [WI]                   | [WY]        | [PR]        |

|    | C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF F   | PRC | CEEDS  |             |                       |
|----|---|-----|--|-------------|-----------------------|
|    | b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."  | ;   |  | \$          | 1,629,100.00          |
| 5. | Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above. |     |  |             |                       |
|    |   |     | Payments to<br>Officers,<br>Directors, &<br>Affiliates |             | Payments to<br>Others |
|    | Salaries and fees.  |     | \$   |             | \$                    |
|    | Purchase of real estate   |     | \$0.00   |             | \$0.0                 |
|    | Purchase, rental or leasing and installation of machinery and equipment   |     | \$ 0.00  |             | \$ 0.00               |
|    | Construction or leasing of plant buildings and facilities   |     | \$   |             | \$                    |
|    | Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)  |     | \$0.00   |             | \$                    |
|    | Repayment of indebtedness   |     | \$ 8   |             | \$0.0                 |
|    | Working capital   |     | \$ \$  | $\boxtimes$ | \$ 1,629,100.0        |
|    | Other (specify):  |     | \$ 8   |             | \$8                   |
| Co | lumn Totals   |     | \$0.00   | $\boxtimes$ | \$_1,629,100.0        |
|    | Total Payments Listed (column totals added)   |     | <b>⊠</b> \$  | 1,6         | 29,100.00             |

# D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type)

CBRITE Inc.

Name of Signer (Print or Type)

Boo Nilsson

Signature

March 19, 2007

Title or Signer (Print or Type)

President

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18. U.S.C. 1001.)

END